

Delaware and Hudson Railroad Corporation, Excerpts from the Minutes of the Meetings of the Board of Directors, December 31, 1905--January 2, 1907

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Having read Delaware and Hudson Canal Company Minutes of Board of Directors Meetings (also meetings of subordinate committees of the Board of Directors and meetings of the D&H Stockholders), December 31, 1905--January 2, 1907 (meetings held in the Office of the Delaware & Hudson Canal Company, New York City), we have selected therefrom, for presentation here, data and facts that are important in the history of the Delaware and Hudson Canal Company and/or the Delaware and Hudson Railroad which are not generally known about the D&H or which are not reported in public or private documents or archives.

1. **"Demands" Made by Labor in the Company's Mines** March 7, 1906: "The President [David Willcox] stated to the Board at length the situation regarding labor questions at the Company's mines and the demands [if you please] which had been made by the employees. The same were the subject of the general discussion of the Board." In the minutes of the meeting of the Board of Directors on April 4, 1906, we also read: "The President made a general statement of the labor conditions at the companies' mines and the progress of the negotiations with the representatives of its employees respecting their demands [if you please], which was followed by a general discussion of the subject."

2. **D&H By-Laws Amended:** March 27, 1906: Executive Committee [Mr. Olyphant, Chairman; Messrs. Willcox, Opdyke] meeting: "The President stated that at the last meeting of the Board [March 7, 1906] a reference had been made to this Committee to prepare amended by-laws of the Company, that the General Counsel together with himself had drafted such amended by-laws, and that the same had been submitted to the members of this Committee. / Upon motion, it was Resolved – That said proposed amended by-laws be and the same hereby are approved and recommended to the Board of Directors for adoption as the by-laws of the Company. Said proposed amended by-laws follow these minutes [pp.208-209]." [At the meeting of the Board of Directors on May 2, 1906, the amended by-laws were adopted as the by-laws of the Company.]

3. **One Thousand Additional Coal Cars Ordered:** March 27, 1906: Executive Committee meeting [Mr. Olyphant, Chairman; Messrs. Willcox, Opdyke]: "The President laid before the Committee a report, dated March 22, 1906, containing further details with reference to the proposed purchase, from American Car and Foundry Company, of 1,000 additional cars at a price of \$1,100 approximately per car, payable thirty days after acceptance with delivery scheduled for October and November 1906. [At the time of this order for 1,000 additional cars, 2,500 cars were already on order from the same company with delivery scheduled for April-July 1906]. The President noted that these additional cars were necessary because of a natural increase in business. A copy of said report follows these minutes. Upon motion, it was Resolved That the said purchase of 1,000 additional coal cars on the terms specified in said report, be and the same hereby is recommended and authorized."

4. Right of Access to Company Safe: April 4, 1906: "Resolved That Charles A. Walker, Treasurer, and F. M. Olyphant, Secretary, or either of them, shall have the right of access to the safe (#1530) in the vaults of The National Safe Deposit Company standing in the name of this Company."

5. Labor/Management Disharmony: Production Negatively Affected: May 2, 1906: "The President reported with reference to labor conditions and coal production during the month of April, as follows: The total production during April was 70,258 tons as compared with 499,273 tons during April 1905. The issue between the employers and the employees has come down to merely a question of wages. The employees have withdrawn all demands [if you please], save for an increase of wages. The employers have offered to either (a) continue the existing arrangements as fixed by the strike commission, for a period of three years, or, (2) refer to the decision of the Strike Commission the question of whether any changes have taken place warranting a modification of the award of the Commission, and if so, to what extent, the award as modified to continue for three years. The employees have rejected both propositions and have called a convention of the three Anthracite districts to meet at Scranton upon the 3d inst., to decide what action shall be taken in the premises".

6. Walking-Around Money for Use by D&H Managers and/or D&H Executive Committee: May 8, 1906: Annual Meeting of D&H Stockholders, D&H Office, 32 Nassau Street, New York City: "The following resolution was offered, duly seconded and unanimously adopted: Resolved— That a sum not exceeding ten thousand dollars (\$10,000) for the current year [formerly \$6,000] be placed at the disposal of the managers to be expended by them in their discretion, or by the Executive Committee when the Board is not in session, in making subscriptions to such objects and meeting such applications for aid as may be presented, and that the objects for which the same may have been expended shall be reported at the next annual stockholders meeting."

7. Settlement of Miners' Strike in the Coal Regions: May 8, 1906: Annual Meeting of D&H Stockholders, D&H Office, 32 Nassau Street, New York City: "The President then made an oral report to the stockholders in reference to the settlement of the miners' strike in the coal regions, which settlement is to endure for a period of three years and seems to insure a continual condition of prosperity to the Company."

8. Sale of 32 Cortlandt Street: May 8, 1906: Annual Meeting of D&H Stockholders, D&H Office, 32 Nassau Street, New York City: "He [the D&H President] also reported the sale of the Company's building at 21 Cortlandt Street for the amount of \$1,750,000, and stated that the sale, in connection with the rental paid for the present office, would result in a very material saving to the Company."

9. D&H Miners' Strike Settled: May 9, 1906: Special Meeting of the Board of Directors: "The president [David Willcox] stated the situation regarding the labor conditions at the mines, as follows: The miners' convention at Scranton upon May 5th voted to accept the offer of the operators to return to work under the conditions now prevailing for a period to be agreed upon between the committees representing the operators and miners, with the understanding that all who have suspended work should be restored upon resumption to their former positions and working places. / Upon May 7 a joint meeting of operators and miners took place. The miners proposed a renewal of existing arrangements for two years with an agreement that any differences existing at the end of that time should be arbitrated. The operators declined this and insisted that the arrangements

should cover three years expiring upon March 31, 1909. After consideration the miners' committee acceded to this and a stipulation was signed by the members of both committees, providing that the existing conditions should continue for said three years and that the employees should resume their former position and working places, save that those who had committed acts of violence should not be re-employed [emphasis added]. Upon May 8th the miners' committee ratified the action of the committee. This terminates the matter and mining will be resumed as rapidly as convenient."

10. Request from Carbondale Hospital Association: June 6, 1906: Executive Committee meeting: "The president stated that an application had been made to the Company by the Carbondale Hospital Association to release its property at Carbondale, Pennsylvania, conveyed to said Association by this Company, April 22, 1890, from the restriction to hospital purposes, the object being to enable it to raise money upon mortgage of the property, and that he was endeavoring to obtain some further information with reference to the condition of the hospital property. Upon motion, the subject was referred to the President, with power."

11. Rolling Stock to be Purchased: November 5, 1906: Executive Committee meeting: "The President laid before the Committee a report dated October 10, 1906, regarding the purchase of additional rolling stock and stated that said report had been duly furnished to the members of the Committee, a copy of the same follows these minutes. The recommendation of the report was that new rolling stock should be purchased as therein stated, amounting to 3,720 freight cars, 35 passenger equipment cars, and 21 locomotives. Upon motion, it was Resolved—That said purchase be and the same hereby is approved and authorized."

Rolling Stock to be Purchased: **From American Car & Foundry:** 1,500 self-cleaning coal cars; 1,500 box cars; 500 flat cars; 100 produce cars; 75 stock cars; 25 stock cars, double decked; 20 refrigerator cars; 20 passenger coaches; 5 baggage cars; 3 horse cars. **From Barney & Smith Company:** 6 passenger coaches; 1 café car. **From American Locomotive Company:** 15 Class D-3b (4-6-0) fast freight engines; 5 Class B-4a (0-6-0) Switch engines; 1 Saddle tank switching engine.

Cost: 3,720 freight cars, \$4,069,280; 35 Passenger equipment cars, \$293,750; 21 locomotives, \$333,800. Total cost: \$4,696,830.

12. Six Hundred Acres of Land at Farview, PA Conveyed to State of Pennsylvania: November 5, 1906: Executive Committee meeting [Mr. Olyphant, Chairman; Messrs. Orr, Grant, Opdyke, and the President, Mr. Willcox]: "The President laid before the Committee a proposed deed by the Company to the Commonwealth of Pennsylvania, for a nominal consideration, conveying about six hundred acres of land situated at Farview, Pa., for the purpose of establishing thereon a State Epileptic Institution. / After some discussion, the conveyance referred to above was duly approved and authorized."

13. New Construction and Equipment Purchases Recommended by President David Willcox: December 4, 1906: Executive Committee meeting: "Report Regarding New Construction and Equipment—November 27, 1906 from David Willcox, President: Under present business conditions, new construction work or purchase of new equipment must be authorized far in

advance of its ultimate completion. It has, therefore, seemed proper to submit to this Committee, the facts with reference to matters of the sort which it is desirable to authorize at this time, with the view of their completion during next year if possible. / **Double Tracking:** The main line of the Company is now double-tracked from Wilkes-Barre to Mechanicville, with the exception of two short sections. Its character in this regard is as follows: (1) From Wilkes-Barre to Carbondale, a distance of 35 miles, the road is double tracked and largely three or four tracked. During the present year, much work has been done in adding to the tracks of this division. From Carbondale to Jefferson Junction, a distance of 35 miles, the operation is over the Jefferson Branch of the Erie Railroad, which is double tracked. (2) From Jefferson Junction to Nineveh, a distance of 23 miles, about 6 miles are double tracked leaving a distance of 17 miles of single tracks. The grade of this section does not exceed 16 feet to the mile. The expense of completing the double track is estimated at \$300,000. (*The country is largely level and nearly at grade with the present line; construction is, therefore, not expensive.) (3) From Nineveh to Delanson, a distance of 92 miles, the line is double tracked. (4) From Delanson to Schenectady, a distance of 13.25 miles, the line is single track. (5) From Schenectady to Mechanicville, a distance of 17 miles, the line is double-tracked and the present grade does not exceed 35 feet to the mile. (6) The main line extending from Albany to Whitehall, a distance of 78 miles, is double tracked with the exception of 5.5 miles between Watervliet Junction to Waterford Junction. This line carries the heaviest passenger business of the Company....

"The coal production at the Company has, in the past, been greatly hampered by an insufficient supply of railroad cars. It occurs constantly that the breakers are compelled to be idle or to work on short time because of lack of railroad cars into which to load the coal which they prepare. If possible there should constantly be a day's supply of railroad cars at the breakers so that the mining operations would not be interrupted by a shortage of cars.... / In order to carry on the work of equipping the property, the purchase of the following further equipment is, therefore suggested:

--1,500 box cars, 60,000 lbs. capacity, at \$1,112 each = \$1,688,000.00
--1,500 hopper bottom coal cars, 85,000 lbs. capacity, at \$1,109 each = \$1,663,500.00
--1,000 flat cars, 85,000 lbs. capacity, at \$900 each = \$900,000.00
Total 4,000 cars: \$4,251,500.00

"It is, therefore, recommended that the new construction and purchase of the further equipments hereinbefore specified be duly approved and recommended. Dated, November 27, 1906. David Willcox, President."

14. D&H Donation to Binghamton Railroad YMCA: January 2, 1907, Executive Committee meeting: "A letter addressed to the President was read, describing the pressing need of increased dormitory privileges at the Railroad Y. M. C. A. Building at Binghamton in order to meet the demands upon them. [Therein, it is stated] that the cost of the necessary changes in the premises would be \$3,000, and proposing that the Company should contribute \$1,000 towards such cost, contingent upon the raising of the balance and the liquidation of a mortgage of \$5,000 now upon the property before the work is begun. Upon motion, duly seconded, an appropriation of \$1,000 for the purpose was recommended, the same to be charged to the fund set apart by the stockholders for such use."

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